

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

FY FINANCIAL (SHENZHEN) CO., LTD.

富銀融資租賃(深圳)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8452)

VOLUNTARY ANNOUNCEMENT

This announcement is made by FY Financial (Shenzhen) Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

Reference is made to the announcement of Ningbo Shanshan Co., Ltd.* (寧波杉杉股份有限公司), a company whose shares are listed and traded on the Shanghai Stock Exchange (stock code: 600884) (“**Shanshan**”) dated 23 August 2017 (the “**A-Share Announcement**”) and a controlling shareholder of the Company, in relation to, among others, the receipt of the Decision on Administrative Supervision Measures from the Ningbo Regulatory Bureau of the China Securities Regulatory Commission* (中國證券監督管理委員會寧波監管局) (“**CSRC Ningbo Bureau**”) by Shanshan and Shanshan Holding Co., Ltd.* (杉杉控股有限公司) (“**Shanshan Holding**”), a controlling shareholder of both Shanshan and the Company.

As disclosed in the A-Share Announcement, Shanshan Holding holds an interest in Shanshan Hengsheng Finance Leasing Co., Ltd.* (杉杉恒盛融資租賃有限責任公司) (“**Shanshan Hengsheng**”), a company with one of the business scopes of finance leasing business being disclosed in its business licence, as a result of which, Shanshan Holding was alleged by CSRC Ningbo Bureau, among other things, to have been in breach of the non-competition undertakings given by Shanshan Holding to Shanshan.

After due and careful enquiries, Shanshan Holding has confirmed to the Company that Shanshan Hengsheng has ceased to carry on the finance leasing business since April 2014 and it has no business operation since then, except for collecting the lease payments from its customers for finance leasing transactions entered into prior to its cessation of business in April 2014.

As disclosed in the prospectus of the Company dated 10 May 2017, the controlling shareholders of the Company including Shanshan Holding entered into a non-competition agreement dated 8 June 2016 in favour of the Company (the “**Non-competition Agreement**”), pursuant to which the controlling shareholders of the Company have undertaken to the Group, among others, not to directly or indirectly be involved in or undertake any business that directly or indirectly compete or may compete with the business of the Group. The Non-competition Agreement took effect on 23 May 2017, being the date of listing of the Company on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Listing Date**”).

Given that (i) Shanshan Hengsheng has ceased to carry on the finance leasing business since April 2014; and (ii) the Non-competition Agreement was signed subsequent to the cessation of business of Shanshan Hengsheng, the directors (including the independent non-executive directors) of the Company confirmed that the controlling shareholders of the Company including Shanshan Holding have complied with the Non-competition Agreement since the Listing Date.

** For identification purpose only*

On behalf of the Board
FY Financial (Shenzhen) Co., Ltd.
Mr. Zhuang Wei
Chairman

Hong Kong, 25 August 2017

As at the date of this announcement, the executive directors of the Company are Mr. Li Peng and Mr. Weng Jianxing; the non-executive director of the Company is Mr. Zhuang Wei, Mr. Qian Cheng, Ms. Hui Ying and Mr. Sun Luran; and the independent non-executive directors of the Company are Mr. Fung Che Wai Anthony, Mr. Hon Leung and Mr. Liu Shengwen.

This announcement, for which all the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or in this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at www.fyleasing.com.